


BOUSTEAD SINGAPORE LIMITED
AND ITS SUBSIDIARIES



ENGINEERING THE WORLD OF THE FUTURE

ENERGY-RELATED ENGINEERING · REAL ESTATE SOLUTIONS · GEO-SPATIAL TECHNOLOGY

SGXNET ANNOUNCEMENT
UNAUDITED RESULTS FOR 2Q FY2016
ENDED 30 SEPTEMBER 2015



Corporate Profile

Established in 1828, Boustead Singapore Limited is a progressive global service provider of infrastructure-related engineering services and geo-spatial solutions. Focusing on the engineering and development of key infrastructure to support economic growth in the public and private sectors of emerging markets, the Group's strong suite of Engineering Services comprises: Energy-Related Engineering and Real Estate Solutions.

The Group's Geo-Spatial Technology arm provides professional services and exclusively distributes Esri geo-spatial technology – the world's leading geographic information systems – to major markets across Australia and South East Asia. These solutions are essential to the effective planning, deployment and management of key infrastructure and resources in countries.

To date, the Group has undertaken infrastructure-related projects in 84 countries globally.

In 2008 and 2009, the Group was recognised in the prestigious Forbes Asia 200 Best Under A Billion as one of the Asia Pacific's 200 best public-listed corporations under US\$1 billion in revenue. In 2015, Boustead was also a winner of the Singapore Golden Jubilee Business Award, in recognition of the best 50 Singapore corporations who have achieved and contributed to Singapore's progress and success over the past 50 years. The Group is also listed on the MSCI Global Small Cap Index for Singapore and the FTSE ST Small Cap Index.

Visit the Group website at www.boustead.sg.

BOUSTEAD SINGAPORE LIMITED
(Company Registration No. 197501036K)

Unaudited Financial Statements and Related Announcement for the Second Quarter Ended 30 September 2015

PART I – INFORMATION REQUIRED FOR QUARTERLY (Q1, Q2 & Q3), HALF-YEAR AND FULL-YEAR ANNOUNCEMENTS

1.(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	Note	GROUP Second quarter ended			GROUP Half-year ended		
		30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %	30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %
Revenue		115,117	129,665	-11%	231,847	256,147	-9%
Cost of sales		(74,889)	(80,904)	-7%	(154,578)	(164,109)	-6%
Gross profit		40,228	48,761	-17%	77,269	92,038	-16%
Other income	1	1,621	1,381	17%	3,248	2,405	35%
Other gains and losses	2	1,075	(415)	NM	(1,534)	3,192	NM
Expenses							
- Selling and distribution		(6,985)	(7,375)	-5%	(14,705)	(17,616)	-17%
- Administrative		(16,160)	(16,760)	-4%	(30,883)	(32,020)	-4%
- Finance		(1,185)	(307)	286%	(2,331)	(559)	317%
Share of loss of associated companies and joint ventures		(477)	(631)	-24%	(806)	(800)	1%
Profit before income tax	3	18,117	24,654	-27%	30,258	46,640	-35%
Income tax expense	4	(4,378)	(6,546)	-33%	(7,626)	(11,471)	-34%
Total profit		13,739	18,108	-24%	22,632	35,169	-36%
Profit attributable to:							
Equity holders of the Company		10,295	17,459	-41%	16,615	33,599	-51%
Non-controlling interests		3,444	649	431%	6,017	1,570	283%
		13,739	18,108	-24%	22,632	35,169	-36%

NM – not meaningful

1.(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year. (cont'd)

	GROUP Second quarter ended			GROUP Half-year ended		
	30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %	30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %
Total profit	13,739	18,108	-24%	22,632	35,169	-36%
Other comprehensive income:						
<i>Items that may be reclassified subsequently to profit or loss:</i>						
Available-for-sale financial assets						
- Fair value (losses)/gains	(331)	68	NM	(379)	423	NM
- Reclassification to profit or loss on disposal	-	-	-	-	(4,897)	-100%
Currency translation differences arising from consolidation	(1,844)	(2,583)	-29%	(1,023)	(1,308)	-22%
<i>Items that will not be reclassified subsequently to profit or loss:</i>						
Actuarial loss	(128)	(146)	-12%	(250)	(315)	-21%
Other comprehensive loss, net of tax	(2,303)	(2,661)	-13%	(1,652)	(6,097)	-73%
Total comprehensive income	11,436	15,447	-26%	20,980	29,072	-28%
Total comprehensive income attributable to:						
Equity holders of the Company	8,984	14,953	-40%	15,666	27,582	-43%
Non-controlling interests	2,452	494	396%	5,314	1,490	257%
	11,436	15,447	-26%	20,980	29,072	-28%

NM – not meaningful

1.(a)(i) An income statement and statement of comprehensive income, or a statement of comprehensive income, for the group, together with a comparative statement for the corresponding period of the immediately preceding financial year. (cont'd)

	GROUP Second quarter ended			GROUP Half-year ended		
	30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %	30.9.15 \$'000	30.9.14 \$'000	Inc/(Dcr) %
<u>Note 1: Other income</u>						
Interest income	1,321	1,097	20%	2,648	1,837	44%
Sublease income	300	284	6%	600	568	6%
	1,621	1,381	17%	3,248	2,405	35%
<u>Note 2: Other gains and losses</u>						
Fair value (loss)/gain on foreign exchange contracts and financial assets held for trading	(421)	919	NM	(632)	984	NM
Gain on disposal of available-for-sale financial assets	-	-		-	3,609	-100%
Gain on disposal of subsidiaries	-	46	-100%	-	46	-100%
Surplus on liquidation of an associated company	106	-	NM	106	-	NM
Currency exchange (loss)/gain – net	1,390	(1,380)	NM	(1,008)	(1,447)	-30%
	1,075	(415)	NM	(1,534)	3,192	NM
<u>Note 3: The profit before income tax is arrived at after (charging)/crediting the following:</u>						
Depreciation expense	(2,652)	(2,587)	3%	(5,351)	(4,834)	11%
Loss on disposal of property, plant and equipment	(61)	(19)	221%	(84)	(19)	342%
Share-based payment expense	-	(124)	-100%	-	(124)	-100%
<u>Note 4: Income tax</u>						
Overprovision/(Underprovision) in prior years	37	(229)	NM	37	(258)	NM

The provision for income tax is made after taking into account non-deductible expenses and temporary differences and based on the statutory tax rates of the respective countries. For the current period, the Group's income tax expense varied from the amount of income tax expense determined by applying the Singapore income tax rate of 17% mainly due to certain expenses which are not deductible for tax purposes and overseas subsidiaries' profits which are subject to higher tax rates.

NM – not meaningful

1.(b)(i) A statement of financial position (for the issuer and group), together with a comparative statement as at the end of the immediately preceding financial year.

Statements of Financial Position

	Note	GROUP		COMPANY	
		30.9.15 \$'000	31.3.15 \$'000	30.9.15 \$'000	31.3.15 \$'000
ASSETS					
Current assets					
Cash and cash equivalents		291,224	260,053	41,603	53,232
Trade receivables		109,393	115,489	-	-
Other receivables and prepayments		40,325	83,607	8,154	9,595
Loans to subsidiaries		-	-	17,080	37,182
Inventories		8,102	6,122	-	-
Properties held for sale		30,512	30,437	-	-
Contracts work-in-progress		52,221	74,587	-	-
Available-for-sale financial assets		6,839	4,070	6,839	24,548
Foreign exchange contracts		1,250	1,642	-	135
		539,866	576,007	73,676	124,692
Non-current assets					
Trade receivables		7,438	7,438	-	-
Prepayments		1,103	1,241	-	-
Available-for-sale financial assets		72,009	73,387	33,618	35,037
Property, plant and equipment		16,670	16,732	-	-
Investment properties		155,504	159,857	-	-
Other intangible assets		1,354	1,452	74	74
Investments in associated companies		511	3,761	-	2,667
Investments in joint ventures		12,083	10,728	-	-
Investments in subsidiaries		-	-	82,233	116,870
Deferred income tax assets		2,124	2,333	-	-
		268,796	276,929	115,925	154,648
Total assets		808,662	852,936	189,601	279,340
LIABILITIES					
Current liabilities					
Trade and other payables		212,120	237,559	1,395	6,877
Income tax payable		14,194	17,983	180	364
Loans from subsidiaries		-	-	34,129	162,409
Contracts work-in-progress		7,892	8,406	-	-
Borrowings	1(b)(ii)	6,595	12,105	-	-
Foreign exchange contracts		1,021	833	1,021	833
		241,822	276,886	36,725	170,483
Non-current liabilities					
Trade and other payables		8,992	5,859	-	-
Borrowings	1(b)(ii)	154,770	174,374	-	-
Pension liability		3,704	3,242	-	-
Deferred income tax liabilities		2,104	2,123	-	-
		169,570	185,598	-	-
Total liabilities		411,393	462,484	36,725	170,483
NET ASSETS		397,270	390,452	152,876	108,857
EQUITY					
Capital and reserves attributable to equity holders of the Company					
Share capital		101,324	101,324	101,324	101,324
Treasury shares		(12,480)	(10,263)	(12,480)	(10,263)
Other reserves		(22,139)	(21,264)	1,303	1,858
Retained profits		231,888	310,199	62,729	15,938
		298,593	379,996	152,876	108,857
Non-controlling interests		98,677	10,456	-	-
Total equity	1(d)(i)	397,270	390,452	152,876	108,857

1.(b)(ii) Aggregate amount of group's borrowings and debt securities.

Amount repayable within one year or less, or on demand

As at 30.9.15 \$'000		As at 31.3.15 \$'000	
Secured	Unsecured	Secured	Unsecured
6,595	-	12,105	-

Amount repayable after one year

As at 30.9.15 \$'000		As at 31.3.15 \$'000	
Secured	Unsecured	Secured	Unsecured
154,770	-	174,374	-

Total borrowings of \$161,365,000 (31.3.15: \$186,479,000) are secured over properties held for sale and investment properties of the Group.

1.(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated Statement of Cash Flows

	GROUP		GROUP	
	Second quarter ended 30.9.15 \$'000	30.9.14 \$'000	Half-year ended 30.9.15 \$'000	30.9.14 \$'000
Cash flows from operating activities				
Profit before income tax	18,117	24,654	30,258	46,640
Adjustments for:				
- Share of loss of associated companies and joint ventures	477	631	806	800
- Depreciation expense	2,652	2,587	5,351	4,834
- Loss on disposal of property, plant and equipment	61	19	84	19
- Gain on disposal of subsidiaries	-	(46)	-	(46)
- Share-based payment expense	-	124	-	124
- Gain on disposal of available-for-sale financial assets	-	-	-	(3,609)
- Surplus on liquidation of an associated company	(106)	-	(106)	-
- Fair value loss/(gain) on foreign exchange contracts and financial assets held for trading	421	(919)	632	(984)
- Finance expenses	1,185	307	2,331	559
- Interest income	(1,321)	(1,097)	(2,648)	(1,837)
- Unrealised currency translation differences	(598)	863	2,335	1,732
	20,888	27,123	39,043	48,232
Change in working capital, net of effects from acquisition and disposal of subsidiaries:				
- Receivables	25,619	3,704	5,210	9,258
- Inventories and contracts work-in-progress	16,556	10,473	19,872	(23,022)
- Payables	(18,248)	(18,075)	(18,356)	(2,925)
Cash generated from operations	44,815	23,225	45,769	31,543
Interest received	1,321	1,097	2,648	1,837
Interest paid	(1,185)	(307)	(2,331)	(559)
Income tax paid	(8,214)	(7,551)	(11,225)	(10,732)
Net cash provided by operating activities	36,737	16,464	34,861	22,089
Cash flows from investing activities				
Proceeds from disposal of property, plant and equipment	29	57	224	57
Proceeds from disposal of available-for-sale financial assets	-	-	-	7,066
Proceeds from disposal of financial assets held for trading	-	-	-	1,179
Purchase of property, plant and equipment	(667)	(2,453)	(2,112)	(2,780)
Purchase of available-for-sale financial assets	(38)	(3,486)	(1,464)	(6,777)
Additions to investment properties	-	(14,295)	-	(26,190)
Proceeds from repayment of loan by a joint venture	50,800	221	50,800	221
Loans to joint ventures	(180)	-	(8,221)	(767)
Net cash inflow from liquidation of an associated company	316	-	316	-
Net cash outflow from disposal of subsidiaries	-	(158)	-	(158)
Net cash provided by/(used in) investing activities	50,260	(20,114)	39,543	(28,149)

1.(c) A statement of cash flows (for the group), together with a comparative statement for the corresponding period of the immediately preceding financial year.

Consolidated Statement of Cash Flows (cont'd)

	GROUP		GROUP	
	Second quarter ended		Half-year ended	
	30.9.15	30.9.14	30.9.15	30.9.14
	\$'000	\$'000	\$'000	\$'000
Cash flows from financing activities				
Net proceeds from issue of shares of the Company	-	36	-	36
Repurchase of shares	-	-	(2,393)	-
Proceeds from long-term bank borrowings	-	71,287	-	80,104
Repayment of long-term bank borrowings	(22,850)	(1,350)	(25,114)	(2,708)
Dividends paid to non-controlling interests	-	(486)	(1,594)	(486)
Dividends paid	(10,385)	(25,821)	(10,385)	(25,821)
Net cash (used in)/provided by financing activities	(33,235)	43,666	(39,486)	51,125
Net increase in cash and cash equivalents	53,762	40,016	34,918	45,065
Cash and cash equivalents				
Beginning of financial period	238,698	224,453	260,053	218,838
Effects of currency translation on cash and cash equivalents	(1,236)	(2,929)	(3,747)	(2,363)
End of financial period Note	291,224	261,540	291,224	261,540

	GROUP		GROUP	
	Second quarter ended		Half-year ended	
	30.9.15	30.9.14	30.9.15	30.9.14
	\$'000	\$'000	\$'000	\$'000
<u>Note to Consolidated Statement of Cash Flows</u>				
Cash and cash equivalents				
Cash and bank balances	291,224	261,996	291,224	261,996
Bank overdrafts	-	(456)	-	(456)
Cash and cash equivalents per Consolidated Statement of Cash Flows	291,224	261,540	291,224	261,540

1.(d)(i) A statement (for the issuer and group) showing either (i) all changes in equity or (ii) changes in equity other than those arising from capitalisation issues and distributions to shareholders, together with a comparative statement for the corresponding period of the immediately preceding financial year.

	(-----Other reserves-----)							Retained profits \$'000	Equity attributable to equity holders of the Company \$'000	Non-controlling interests \$'000	Total equity \$'000
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Foreign currency translation reserve \$'000	Subtotal \$'000				
GROUP											
Balance at 1 April 2015	101,324	(10,263)	493	(9,703)	358	(12,412)	(21,264)	310,199	379,996	10,456	390,452
Profit for the period	-	-	-	-	-	-	-	6,320	6,320	2,573	8,893
Other comprehensive (loss)/income for the period	-	-	(48)	-	-	532	484	(122)	362	289	651
Total comprehensive (loss)/income for the period	-	-	(48)	-	-	532	484	6,198	6,682	2,862	9,544
Employee share-based compensation											
- Treasury shares re-issued	-	176	-	182	(358)	-	(176)	-	-	-	-
Dividends											
- In cash	-	-	-	-	-	-	-	-	-	(1,384)	(1,384)
- <i>In specie</i>	-	-	-	-	-	-	-	(84,291)	(84,291)	84,291	-
Repurchase of shares	-	(2,393)	-	-	-	-	-	-	(2,393)	-	(2,393)
	-	(2,217)	-	182	(358)	-	(176)	(84,291)	(86,684)	82,907	(3,777)
Balance at 30 June 2015	101,324	(12,480)	445	(9,521)	-	(11,880)	(20,956)	232,106	299,994	96,225	396,219
Profit for the period	-	-	-	-	-	-	-	10,295	10,295	3,444	13,739
Other comprehensive (loss)/income for the period	-	-	(331)	-	-	(852)	(1,183)	(128)	(1,311)	(992)	(2,303)
Total comprehensive (loss)/income for the period	-	-	(331)	-	-	(852)	(1,183)	10,167	8,984	2,452	11,436
Dividends											
- In cash	-	-	-	-	-	-	-	(10,385)	(10,385)	-	(10,385)
Balance at 30 September 2015	101,324	(12,480)	114	(9,521)	-	(12,732)	(22,139)	231,888	298,593	98,677	397,270

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)							Retained profits	Equity attributable to equity holders of the Company	Non-controlling interests	Total equity
	Share capital	Treasury shares	Fair value reserve	Capital reserve	Share-based compensation reserve	Foreign currency translation reserve	Subtotal				
	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000	\$'000
GROUP											
Balance at 1 April 2014	92,279	(10,401)	5,030	(9,654)	182	(9,816)	(14,258)	284,728	352,348	9,352	361,700
Profit for the period	-	-	-	-	-	-	-	16,140	16,140	921	17,061
Other comprehensive (loss)/income for the period	-	-	(4,542)	-	-	1,200	(3,342)	(169)	(3,511)	75	(3,436)
Total comprehensive (loss)/income for the period	-	-	(4,542)	-	-	1,200	(3,342)	15,971	12,629	996	13,625
Employee share-based compensation											
- Treasury shares re-issued	57	96	-	-	(153)	-	(153)	-	-	-	-
	57	96	-	-	(153)	-	(153)	-	-	-	-
Balance at 30 June 2014	92,336	(10,305)	488	(9,654)	29	(8,616)	(17,753)	300,699	364,977	10,348	375,325
Profit for the period	-	-	-	-	-	-	-	17,459	17,459	649	18,108
Other comprehensive (loss)/income for the period	-	-	68	-	-	(2,428)	(2,360)	(146)	(2,506)	(155)	(2,661)
Total comprehensive (loss)/income for the period	-	-	68	-	-	(2,428)	(2,360)	17,313	14,953	494	15,447
Employee share-based compensation											
- Value of employee services	-	-	-	-	124	-	124	-	124	-	124
- Treasury shares re-issued	82	42	-	-	(124)	-	(124)	-	-	-	-
Issue of shares	65	-	-	-	(29)	-	(29)	-	36	-	36
Dividends											
- In cash	-	-	-	-	-	-	-	(25,821)	(25,821)	(1,379)	(27,200)
Disposal of subsidiaries	-	-	-	-	-	206	206	-	206	(9)	197
	147	42	-	-	(29)	206	177	(25,821)	(25,455)	(1,388)	(26,843)
Balance at 30 September 2014	92,483	(10,263)	556	(9,654)	-	(10,838)	(19,936)	292,191	354,475	9,454	363,929

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)							Retained profits \$'000	Total equity \$'000
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000			
COMPANY									
Balance at 1 April 2015	101,324	(10,263)	493	1,007	358	1,858	15,938	108,857	
Profit for the period	-	-	-	-	-	-	141,218	141,218	
Other comprehensive loss for the period	-	-	(48)	-	-	(48)	-	(48)	
Total comprehensive (loss)/income for the period	-	-	(48)	-	-	(48)	141,218	141,170	
Employee share-based compensation									
- Treasury shares re-issued	-	176	-	182	(358)	(176)	-	-	
Dividend									
- <i>In specie</i>	-	-	-	-	-	-	(84,291)	(84,291)	
Repurchase of shares	-	(2,393)	-	-	-	-	-	(2,393)	
	-	(2,217)	-	182	(358)	(176)	(84,291)	(86,684)	
Balance at 30 June 2015	101,324	(12,480)	445	1,189	-	1,634	72,865	163,343	
Profit for the period	-	-	-	-	-	-	249	249	
Other comprehensive loss for the period	-	-	(331)	-	-	(331)	-	(331)	
Total comprehensive (loss)/income for the period	-	-	(331)	-	-	(331)	249	(82)	
Dividends									
- In cash	-	-	-	-	-	-	(10,385)	(10,385)	
Balance at 30 September 2015	101,324	(12,480)	114	1,189	-	1,303	62,729	152,876	

1.(d)(i) Statement of Changes in Equity (cont'd)

	(-----Other reserves-----)						Retained profits \$'000	Total equity \$'000
	Share capital \$'000	Treasury shares \$'000	Fair value reserve \$'000	Capital reserve \$'000	Share-based compensation reserve \$'000	Subtotal \$'000		
COMPANY								
Balance at 1 April 2014	92,279	(10,401)	5,030	1,056	182	6,268	31,915	120,061
Profit for the period	-	-	-	-	-	-	3,645	3,645
Other comprehensive loss for the period	-	-	(4,542)	-	-	(4,542)	-	(4,542)
Total comprehensive (loss)/income for the period	-	-	(4,542)	-	-	(4,542)	3,645	(897)
Employee share-based compensation								
- Treasury shares re-issued	57	96	-	-	(153)	(153)	-	-
	57	96	-	-	(153)	(153)	-	-
Balance at 30 June 2014	92,336	(10,305)	488	1,056	29	1,573	35,560	119,164
Profit for the period	-	-	-	-	-	-	11,993	11,993
Other comprehensive income for the period	-	-	68	-	-	68	-	68
Total comprehensive income for the period	-	-	68	-	-	68	11,993	12,061
Employee share-based compensation								
- Value of employee services	-	-	-	-	124	124	-	124
- Treasury shares re-issued	82	42	-	-	(124)	(124)	-	-
Issue of shares	65	-	-	-	(29)	(29)	-	36
Dividends								
- In cash	-	-	-	-	-	-	(25,821)	(25,821)
	147	42	-	-	(29)	(29)	(25,821)	(25,661)
Balance at 30 September 2014	92,483	(10,263)	556	1,056	-	1,612	21,732	105,564

1.(d)(ii) Details of any changes in the company's share capital arising from rights issue, bonus issue, share buy-backs, exercise of share options or warrants, conversion of other issues of equity securities, issue of shares for cash or as consideration for acquisition or for any other purpose since the end of the previous period reported on. State also the number of shares that may be issued on conversion of all the outstanding convertibles, as well as the number of shares held as treasury shares, if any, against the total number of issued shares excluding treasury shares of the issuer, as at the end of the current financial period reported on and as at the end of the corresponding period of the immediately preceding financial year.

During the period, the issued and paid-up capital of the Company (excluding treasury shares) remained unchanged at 518,656,111 ordinary shares. As at 30 September 2015, there were a total of 17,659,323 (30.9.14: 16,126,102) treasury shares.

1.(d)(iii) To show the total number of issued shares excluding treasury shares as at the end of the current financial period and as at the end of the immediately preceding year.

	As at 30.9.15	As at 31.3.15
Total number of issued shares (excluding treasury shares)	518,656,111	520,189,332

1.(d)(iv) A statement showing all sales, transfers, disposal, cancellation and/or use of treasury shares as at the end of the current financial period reported on.

On 2 April 2015, 276,779 treasury shares were utilised for issue of 276,779 ordinary shares under the Boustead Restricted Share Plan 2011.

2. Whether the figures have been audited or reviewed, and in accordance with which auditing standard or practice.

The figures have not been audited or reviewed.

3. Where the figures have been audited or reviewed, the auditors' report (including any qualifications or emphasis of a matter).

Not applicable.

4. Whether the same accounting policies and methods of computation as in the issuer's most recently audited annual financial statements have been applied.

On 1 April 2015, the Group adopted the amended FRS that are mandatory for application for the financial year ending 31 March 2016. Changes to the Group's accounting policies have been made as required, in accordance with the transitional provisions in the respective FRS. The adoption of these amended FRS did not result in substantial changes to the accounting policies of the Group and the Company and is not expected to have a material effect on the amounts reported for the current or prior financial years.

5. If there are any changes in the accounting policies and methods of computation, including any required by an accounting standard, what has changed, as well as the reasons for, and the effect of, the change.

None.

6. Earnings per ordinary share of the group for the current financial period reported on and the corresponding period of the immediately preceding financial year, after deducting any provision for preference dividends.

	GROUP		GROUP	
	Second quarter ended 30.9.15	30.9.14	Half-year ended 30.9.15	30.9.14
Earnings per ordinary share for the period after deducting any provision for preference dividends:-				
(i) Based on weighted average number of ordinary shares in issue (¢)	2.0	3.4	3.2	6.5
(ii) On a fully diluted basis (¢)	2.0	3.4	3.2	6.5
Weighted average number of ordinary shares in issue:				
Basic (*)	518,656,111	515,255,363	519,176,111	515,203,214
Fully diluted basis (**)	519,245,120	515,121,151	519,765,120	516,069,002

* The basic earnings per share is computed based on the weighted average number of ordinary shares in issue.

** The fully diluted earnings per share is computed based on the weighted average number of ordinary shares in issue adjusted for the effects of all potential dilutive ordinary shares.

7. Net asset value (for the issuer and group) per ordinary share based on the total number of issued shares excluding treasury shares of the issuer at the end of the current financial period reported on and immediately preceding financial year.

	GROUP		COMPANY	
	30.9.15	31.3.15	30.9.15	31.3.15
Net asset value per ordinary share based on issued shares (excluding treasury shares) as at the end of the period reported on (¢)	57.6	73.0	29.5	20.9
Number of issued shares (excluding treasury shares) as at the end of the period reported on	518,656,111	520,189,332	518,656,111	520,189,332

8. A review of the performance of the group, to the extent necessary for a reasonable understanding of the group's business. It must include a discussion of the following:-

(a) any significant factors that affected the turnover, costs, and earnings of the group for the current financial period reported on, including (where applicable) seasonal or cyclical factors; and

(b) any material factors that affected the cash flow, working capital, assets or liabilities of the group during the current financial period reported on.

Overview

The Group's revenue is largely derived from project-oriented businesses and as such, quarterly results would not accurately reflect the full-year's performance. Full-year to full-year comparisons are more appropriate for analytical purposes.

For 2Q FY2016 ended 30 September 2015, the Group registered revenue of \$115.1 million, total profit of \$13.7 million and profit attributable to equity holders of the Company ("net profit") of \$10.3 million. These were 11%, 24% and 41% lower respectively than 2Q FY2015.

The greater percentage decrease in net profit versus total profit is due to the demerger of Boustead Projects Limited ("BP"), in which approximately 48.8% of BP's shares were distributed as a dividend *in specie* on 30 April 2015, resulting in a significant rise in profit attributable to non-controlling interests. For comparative review, if net profit for 2Q FY2015 had been adjusted to take into account the demerger and other gains and losses, then 2Q FY2016 net profit would be 34% lower than 2Q FY2015.

For 1H FY2016, the Group registered revenue of \$231.8 million, total profit of \$22.6 million and net profit of \$16.6 million. These were 9%, 36% and 51% lower respectively than 1H FY2015. For comparative review, if net profit for 1H FY2015 had been adjusted to take into account the demerger and other gains and losses, then 1H FY2016 net profit would be 23% lower than 1H FY2015.

Segment/Division Revenue

Segment/ Division	Revenue		Favourable/ (Unfavourable) Change %	Revenue		Favourable/ (Unfavourable) Change %
	2Q FY2016 \$'m	2Q FY2015 \$'m		1H FY2016 \$'m	1H FY2015 \$'m	
Engineering Services						
- Energy-Related Engineering	35.2	52.4	-33	69.7	93.8	-26
- Real Estate Solutions	53.8	50.9	+6	110.4	107.3	+3
	89.0	103.3	-14	180.1	201.1	-10
Geo-Spatial Technology	26.1	26.4	-1	51.6	55.0	-6
HQ Activities	0.0	0.0	NM	0.1	0.0	NM
Group Total	115.1	129.7	-11	231.8	256.1	-9

NM – not meaningful

In line with the weak environment in the global oil & gas industries, the Energy-Related Engineering Division experienced a 33% drop in revenue to \$35.2 million. Low crude oil prices continued to dampen the appetite of global oil & gas corporations to undertake sizeable capital expenditures and investments.

The Real Estate Solutions Division (i.e. BP) achieved revenue of \$53.8 million, growing 6%. Design-and-build revenue came in at a comparable level to 2Q FY2015, while leasing revenue increased significantly with the benefit of full quarterly contributions of three design-build-and-lease projects completed during FY2015.

The Geo-Spatial Technology Division delivered revenue of \$26.1 million, almost comparable to 2Q FY2015. This was attained despite the significant negative effects of currency headwinds, especially the weaker AUD versus SGD and USD. Demand remained firm across Australia and South East Asia.

Group Profitability

For 2Q FY2016, the Group's gross profit slid 17% to \$40.2 million, while the gross margin softened to 35% in 2Q FY2016 from 38% in 2Q FY2015. Pressure on gross margins has been more pronounced due to the challenging macro environment.

Other gains of \$1.1 million in 2Q FY2016 were largely currency-related.

Overhead expenses (selling and distribution expenses of \$7.0 million and administrative expenses of \$16.2 million) fell 4% to \$23.2 million as a result of the Group's cost cutting measures to address the challenging global business environment.

Finance expenses were considerably higher at \$1.2 million with the Real Estate Solutions Division's drawdown of bank loans for activities related to the industrial leasehold portfolio.

Profit before income tax decreased by 27% to \$18.1 million, primarily due to lower gross profit contributions from the Energy-Related Engineering Division and Real Estate Solutions Division. A breakdown of the profit before income tax by operating divisions is provided.

Segment/ Division	PBT			PBT		
	2Q FY2016 \$'m	2Q FY2015 \$'m	Favourable/ (Unfavourable) Change %	1H FY2016 \$'m	1H FY2015 \$'m	Favourable/ (Unfavourable) Change %
Engineering Services						
- Energy-Related Engineering	5.5	9.9	-44	7.5	14.9	-50
- Real Estate Solutions	7.2	11.0	-34	13.2	18.6	-29
	12.7	20.9	-39	20.7	33.5	-38
Geo-Spatial Technology	5.8	5.2	+12	10.4	12.1	-14
HQ Activities	(0.4)	(1.4)	+71	(0.8)	*1.0	NM
Group Total	18.1	24.7	-27	30.3	46.6	-35

* Includes \$3.6m gain on disposal of available-for-sale financial investments
 NM – not meaningful

Despite the significant challenges, all three operating divisions remained profitable in 2Q FY2016, with the Geo-Spatial Technology Division improving profit before income tax even in the face of currency headwinds.

Total profit decreased 24% for reasons mentioned earlier. The effective tax rate was 24% in 2Q FY2016 as compared to 27% in 2Q FY2015.

Net profit fell to \$10.3 million for reasons mentioned earlier, including the demerger of BP.

Dividends

In view of the Group's lower profit performance amidst a challenging macro environment but with a healthy cash position, the Board of Directors has declared an interim dividend of 1 cent per share. The Group is seeking to conserve cash resources in order to be ready to take advantage of potential acquisition and investment opportunities. Shareholders will be given the option to receive the interim dividend in cash and/or scrip under the Boustead Scrip Dividend Scheme.

Statement of Cash Flows

During 2Q FY2016, cash and cash equivalents (after taking into account the effects of currency translation) increased by \$52.5 million to \$291.2 million.

Net cash provided by operating activities amounted to \$36.7 million, mainly due to changes in working capital.

Net cash provided by investing activities amounted to \$50.3 million, primarily due to \$50.8 million in proceeds from repayment of a shareholders' loan by a joint venture.

Net cash used in financing activities amounted to \$33.2 million, of which \$22.9 million was for the repayment of long-term borrowings related to the Real Estate Solutions Division's industrial leasehold portfolio and \$10.4 million was for the payment of final dividends which had been declared and approved for FY2015.

Statement of Financial Position

At the end of 1H FY2016, the Group's financial position remained healthy.

Under current assets, cash and cash equivalents rose significantly to \$291.2 million for reasons explained earlier. Other receivables and prepayments fell by more than half to \$40.3 million following the \$50.8 million repayment of a shareholders' loan by a joint venture. Net contracts work-in-progress declined by 33% as the Group invoiced clients for several projects.

Under non-current assets, investments in associated companies decreased to \$0.5 million following the Group's liquidation of a dormant associated company, while joint ventures increased further to \$12.1 million as the Real Estate Solutions Division made additional shareholders' loans to its joint ventures for the development of industrial properties for lease.

Total trade and other payables (both current and non-current) dropped to \$221.1 million as the Group paid off greater amounts due to subcontractors and suppliers.

Total borrowings (both current and non-current) declined by \$25.1 million to \$161.4 million as the Real Estate Solutions Division repaid bank loans to totally deleverage three properties and substantially reduce the loan on one property within the industrial leasehold portfolio.

Treasury shares climbed to \$12.5 million, following the repurchase of shares under the Share Buyback Scheme. Retained profits were reduced by 25% to \$231.9 million following the demerger of BP and the resulting dividend *in specie*, along with cash dividends paid thereafter. Consequently, the Group's net asset value per share declined to 57.6 cents at the end of 1H FY2016, from 73.0 cents at the end of FY2015. The demerger also resulted in the exponential rise in non-controlling interests to \$98.7 million.

The Group's net cash position (i.e. net of all bank borrowings) stood at \$129.9 million at the end of 1H FY2016, translating to a net cash per share position of 25.0 cents. In addition, the Group maintained \$78.8 million in available-for-sale financial assets at the end of 1H FY2016, of which about half of the amount are highly liquid.

9. Where a forecast, or a prospect statement, has been previously disclosed to shareholders, any variance between it and the actual results.

None.

10. A commentary at the date of the announcement of the significant trends and competitive conditions of the industry in which the group operates and any known factors or events that may affect the group in the next reporting period and the next 12 months.

To date in FY2016, the Group has secured new contracts of approximately \$156 million. The Group's order book backlog (as at the end of 2Q FY2016 plus new orders since) remains relatively healthy at \$353 million, of which \$120 million is under the Energy-Related Engineering Division and \$233 million is under the Real Estate Solutions Division.

Given the current global economic climate, the Group continues to stay cautious on its business prospects. Continued delays in the award of sizeable contracts from the global oil & gas industries are expected in FY2016, given the imbalance in the demand and supply equilibrium. In addition, future gross margins are likely to be affected although the Group has put in place additional cost management measures to partially mitigate this.

Since the Group's last update in respect of receiving a positive judgment on its legal case related to Libya and the subsequent appeal filed by Arab Banking Corporation (B.S.C.), the appeal was heard by the Court of Appeal on 19 October 2015. The Court of Appeal has reserved its judgment. The Group's legal advisors have continued to confirm the strength of the Group's case. Further announcements will be made by the Group as and when there are any additional material developments.

While the Group believes it will continue to be profitable in FY2016, the level of profit will be considerably lower than that of FY2015 due to the depressed market and challenging business environment, especially in the oil & gas service industries. Nonetheless, the Group's healthy balance sheet places it in a strong position to capitalise on good opportunities.

On 9 November 2015, the Group announced that it is part of a consortium that is involved in a proposed acquisition of 100% interest in Pase Production Sharing Contract in Aceh, Indonesia from ASX-listed Triangle Energy (Global) Ltd ("TEG"). The acquisition will provide the Group with an excellent opportunity to expand its Energy-Related Engineering Division, grow its recurring revenue base further and acquire an energy asset at an attractive valuation. Completion of the acquisition is still dependent on the receipt of approval from TEG's shareholders.

11. Dividend

(a) Current Financial Period Reported On

Any dividend declared for the current financial period reported on?

Yes.

Name of Dividend	Interim
Dividend Type	Cash/Scrip(*)
Dividend Amount (per ordinary share)	1.0 cent
Tax Rate	Tax exempt (1-tier)

(*) It is intended that shareholders shall have the option to elect to receive this dividend in cash or in the form of shares in the Company, or a combination of both, under the Boustead Scrip Dividend Scheme.

(b) Corresponding Period of the Immediately Preceding Financial Year

Any dividend declared for the corresponding period of the immediately preceding financial year?

Yes.

Name of Dividend	Interim
Dividend Type	Cash/Scrip
Dividend Amount (per ordinary share)	2.0 cents
Tax Rate	Tax exempt (1-tier)

(c) Date payable

To be announced at a later date.

(d) Books closure date

To be announced at a later date.

12. If no dividend has been declared/(recommended), a statement to that effect.

Not applicable.

13. If the Group has obtained a general mandate from shareholders for IPTs, the aggregate value of such transactions as required under Rule 920(1)(a)(ii). If no IPT mandate has been obtained, a statement to that effect.

The Company has not obtained a general mandate from shareholders for interested person transactions.

14. Negative confirmation by the Board pursuant to Rule 705(5)

We, Wong Fong Fui and Loh Kai Keong, being two of the directors of Boustead Singapore Limited (the "Company"), do hereby confirm on behalf of the directors of the Company that, to the best of our knowledge, nothing has come to the attention of the board of directors of the Company which may render the 2Q FY2016 financial results to be false or misleading.

On behalf of the board of directors

WONG FONG FUI
Chairman

LOH KAI KEONG
Director

BY ORDER OF THE BOARD

Alvin Kok
Company Secretary
13 November 2015